

**APNA Utah Chapter Governance Policies (Formerly Bylaws)**  
**Adopted June 1, 2013**

**ARTICLE I: NAME**

The name of the association shall be the American Psychiatric Nurses Association – Utah Chapter, hereinafter “APNA-UT”.

**ARTICLE II: NOT FOR PROFIT**

APNA-UT is organized under and shall operate under the National American Psychiatric Nurses Association’s Not for Profit Corporation.

**ARTICLE III: PURPOSES**

The APNA-UT provides leadership in the State of Utah to:

- Promote the professional practice of Psychiatric nursing as a specialty
- Provide a forum for networking and peer support among psychiatric nurses
- Collaborate with groups of influence to shape health policy and improve the delivery of mental health services, and
- Encourage the generation and dissemination of psychiatric nursing research.

APNA-UT shall accomplish goals via its Board of Directors, Committees (Nomination, Legislative, Program, Membership, and ad hoc), membership on nursing and multidisciplinary task forces/committees, and its general membership. APNA-UT will form collaborative relationships with other nursing professional groups and other mental health disciplines.

**ARTICLE IV: MEMBERSHIP**

**Section 1: Members**

Members of APNA-UT shall be registered nurses who are current in their payment of APNA Regular or Retired member national dues, reside in Utah, and are engaged in pursuits that further the purposes of the APNA-UT chapter. Members may vote, serve on committees, and seek election to the Board of Directors. Student members can serve on committees and participate in chapter activities.

**Section 2: Voting Rights**

Each regular and retired member shall be entitled to one vote on each matter submitted to the members of APNA-UT. Students who are not regular members may not vote.

**Section 3: Resignation**

Any member may resign from APNA-UT by submitting a letter of resignation or not paying national dues. A thirty (30) day reinstatement period is allowed for late payment if a member does not receive notice or pay by their expiration date.

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**ARTICLE V: MEETINGS OF MEMBERS**

**Section 1: Annual Meeting**

An annual in person meeting of APNA-UT members shall be held each year when possible. The timing, location, and program shall be determined by the Board of Directors and the Program Committee. Reports of the Board of Directors and Committees shall be received and new officers shall be introduced.

**Section 2: Special Meeting**

Special meetings may be called by the Officers, Committee Chairs, Board of Directors, or not less than one half of the regular members. Whenever possible these meetings shall rotate forms of communication and locations.

**Section 3: Quorums for Meetings**

The members present at the annual or special meetings shall constitute a quorum.

**Section 4: Meeting Conduct**

Roberts Rules of Order shall guide proceedings during all APNA-UT meetings.

**Section 5: Notice of Meetings**

Notice of meetings shall state the place if in person or means of remote communication by which members can participate. In person meetings and remote communication shall be rotated along with locations. Notice of the meetings shall be not less than 14 days unless the special meeting is of an urgent nature such as a legislative issue. In this case, the meeting organizer shall provide the purpose, available information about the issue, and the meeting time and place. All notices shall be given via each member's preferred method of communication.

**Section 6: List of Members Entitled to Vote**

Each month or as soon as possible a list of voting members will be updated by the APNA-UT Treasurer and sent to the Officers, Board of Directors, and Committee Chairs.

**Section 7: Minutes**

The Secretary or a designated member attending an APNA-UT annual, special, committee, or other member meeting shall take minutes. A member attending special meetings with other nursing representatives, organizations, legislators, or legislative bodies on behalf of APNA-UT shall provide a written summary to the Board of Directors of the communications. This summary will be discussed in the next Board meeting and included in the minutes.

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**ARTICLE VI: BOARD OF DIRECTORS:**

**Section 1: The Board of Directors**

The affairs of APNA-UT shall be managed by its Board of Directors. The Board shall follow APNA-UT's bylaws and report their progress annually to the membership.

**Section 2: Composition of Board of Directors and Terms of Office**

The Board of Directors shall be composed of the President, President Elect, Secretary, Treasurer, Past President, and four Members-at-Large elected by the membership. The President, President Elect, and Past President shall hold office for a one year term. The Secretary, Treasurer, and Members-at-Large shall hold office for two year terms. When possible at least two members of the Board shall be RNs and at least two shall be APRNs to balance the needs of Utah Psychiatric-Mental Health nurses. Members who have served as President Elect, President, and Past President for 1 year terms or on the Board for two terms may not run for election for one year after their term expires. Exceptions may be approved by the Board.

**Section 3: Nomination and Election to the Board**

The Nomination Committee shall be appointed by the Board. The Committee will consist of a Board Member-at-Large Chair and two active APNA-UT members who are familiar with its purpose and elected positions. Committee members must have expressed their interest and availability to serve and cannot run for election. The Chair will solicit nominations for open positions for 30 days. Recommendations for nominations can come from Committee members themselves or from other members, after verifying the candidate's interest and availability. Candidates must have been APNA-UT members for the past year. Exceptions may be approved by the Board. Candidates will then submit bios, including their past participation in Psychiatric/MH Nursing and APNA-UT.

The Committee will select candidates following bylaw requirements. When possible two Members-at-Large on the Board shall be RNs and two shall be APRNs. When possible, candidates should reflect the diversity of the membership of APNA-UT. The Chair will present their nominations slate at the next Board meeting for approval or amendment. The slate of nominees with bios will then be presented to regular and retired members via regular mail or remote ballot allowing 30 days to vote.

**Section 4: Meetings of the Board of Directors**

The Board of Directors will hold periodic meetings to transact the business of the APNA-UT Chapter. When possible these meetings shall rotate forms of communication and location.

**Section 5: Quorums for Meetings**

A majority of Board members shall constitute a quorum at Board meetings.

**Section 6: Meeting Conduct**

Roberts Rules of Orders will guide the proceedings during APNA-UT Board meetings.

**Section 7: Minutes**

The Secretary or a designated member attending an APNA-UT Board meeting shall take minutes. A Board member attending meetings with other nursing representatives, organizations, legislators, or legislative bodies on behalf of APNA-UT shall provide a written summary to the Board of Directors of

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the communications. This summary will be discussed in the next Board meeting and included in the minutes.

**Section 8: Vacancies**

If a vacancy arises on the Board, due to any reason including death, resignation, disqualification, or inability to serve for three months, the Board of Directors shall appoint an interim representative or permanent replacement for the duration of the vacated term.

**ARTICLE VII: COMMITTEES**

There shall be four standing committees with Committee Chairs being Board of Director Members-at-Large. Each committee shall consist of at least two additional members appointed by the Board. Other committees and task forces may be appointed and convened by the Board of Directors on an ad hoc basis.

1. **Nominating Committee:** The Nominating Committee shall prepare a slate of candidates for approval by the Board of Directors as set forth in Article VI, Section 3. Following Board approval of the slate, a ballot will be prepared and distributed to each regular member.
2. **Legislative Committee:** The Legislative Committee shall lead the legislative advocacy and collaborative efforts and monitor pending State and Federal issues.
3. **Program Committee:** The Program Committee shall arrange for and coordinate the program and educational activities for the Annual and Special meetings of the membership as requested by the Board.
4. **Membership Committee:** The Membership Committee shall promote the recruitment and retention of both RN and APRN members.

**ARTICLE VIII: AMENDMENTS TO BYLAWS**

The Board of Directors may amend the bylaws. The Board may determine the need for an Ad Hoc Bylaws Committee to review and propose changes.